

**Amendments to the Claims:**

This listing of claims will replace all prior versions, and listings, of claims in the application:

Claim 1 (currently amended) A foaming composition comprising:

a . a water dispersible component selected from the group consisting of polyethylene glycol 400, hexylene glycol, propylene glycol, polypropylene glycol-10 methylglucose ether, ethoxydiglycol, polyethylene glycol-6 caprylic/capric glycerides, ethylene glycol monobutyl ether, triisopropyl citrate, polyethylene glycol-8 caprylic/capric glycerides, 3-methoxy-3-methyl-1-butanol, dimethyl isosorbide, polyethylene-6 caprylic/capric triglyceride, and mixtures thereof;

b. an ester selected from the group consisting of

- a) a branched C<sub>5</sub> to C<sub>22</sub> alkyl alcohol ester of an aromatic acid;
- b) a straight-chained or branched C<sub>5</sub> to C<sub>22</sub> alkyl acid esters of optionally ethoxylated/propoxylated polyols having from about 3 carbon atoms to about 7 carbon atoms;
- c) branched C<sub>5</sub> to C<sub>22</sub> alkyl alcohol esters of branched polyacids;
- d) branched or straight-chained C<sub>5</sub> to C<sub>22</sub> alkyl acid esters of branched and/or unsaturated C<sub>5</sub> to C<sub>22</sub> alkyl alcohols;
- e) branched or unsaturated C<sub>5</sub> to C<sub>22</sub> alkyl alcohol esters of an acid selected from the group consisting of adipic acid, succinic acid, sebacic acid, maleic acid, and mixtures thereof
- f) polyether interrupted fatty acid esters;
- g) benzoic acid ester of heterogeneous alcohols having from about 8 carbon atoms to about 22 carbon atoms; and
- h) mixtures therof;

c. water; and a

d. foaming surfactant wherein said foaming surfactant has a column height of greater than about 20 mm as determined by the Miles-Ross Test and is selected from the group consisting of non-ionic surfactants, cationic surfactants, amphoteric surfactants, anionic surfactant, and mixtures thereof.

Claim 2 (canceled).

Claim 3 (previously presented) The composition of claim 1 further comprising a liquid silicone.

Claim 4 (canceled).

Claim 5 (currently amended). The composition of claim 1 [4] wherein the water dispersible component is selected from the group consisting of hexylene glycol, dimethyl isosorbide, polyethylene glycol-6 caprylic/capric glyceride, and mixtures thereof.

Claim 6 (canceled). The composition of claim 1 wherein the ester is selected from liquid esters that either possess a structural means for ensuring the liquidity of the ester or are heterogeneous in nature.

Claim 7 (canceled).

Claim 8 (currently amended). The cleansing composition of claim 1 [ 7] wherein the ester is selected from the group consisting of straight-chained or branched C<sub>5</sub> to C<sub>22</sub> alkyl acid esters of optionally ethyoxylated/propoxylated polyols; benzoic acid esters of heterogeneous alcohols; and mixtures thereof.

Claim 9 (withdrawn). The cleansing composition of claim 7 wherein the ester is selected from the group consisting of butyloctyl salicylate; hexyldecyl benzoate; and butyloctyl benzoate; alkyl benzoates having from about 12 carbon atoms to about 15 carbon atoms; and mixtures thereof.

Claim 10 (withdrawn) The cleansing composition of claim 9 wherein the ester is selected from the group consisting of hexyldecyl benzoate, butyloctyl benzoate, and mixtures thereof.

Claim 11 (currently amended). The composition of claim 1 [ 7] wherein the ester is selected from the group consisting of pentaerythritol tetraoctanoate; trimethylolpropane trioctanoate; trioctanoin; pentaerythrityl tetrapelargonate; sorbitan trioleate; caprylic/capric triglyceride; neopentyl alcohol tetraoctanoate, and mixtures thereof.

Claim 12 (previously presented) The composition of claim 11 wherein the ester is selected from the group consisting of caprylic/capric triglyceride; pentaerythritol tetraoctanoate; trimethylolpropane trioctanoate; pentaerythrityl tetrapelargonate; and mixtures thereof.

Claim 13 (withdrawn). The composition of claim 7 wherein the ester is selected from the group consisting of branched alkyl alcohol esters of branched polyacids, wherein the alkyl alcohol is optionally substituted and contains from about 3 carbon atoms to about 22 carbon atoms.

Claim 14 (withdrawn). The composition of claim 7 wherein the ester is trioctyldodecyl citrate and mixtures thereof.

Claim 15 (withdrawn). The composition of claim 7 wherein the ester is selected from the group consisting of tridecyl neopentanoate, isostearyl palmitate, cetyl ricinoleate, cetyl octanoate, isononyl isononanoate, butyl stearate, octyldodecyl soyate, tridecyl erucate, octyldodecyl erucate/eicosil erucate, and mixtures thereof.

Claim 16 (withdrawn). The composition of claim 15 wherein the ester is selected from the group consisting of cetyl octanoate, isostearyl palmitate, isononyl isononanoate, and mixtures thereof.

Claim 17 (withdrawn). The composition of claim 7 wherein the ester is selected from the group consisting of diisopropyl adipate, dioctyl sebacate, dioctyl succinate, dioctyl maleate, diisostearyl adipate, diethyl sebacate, and mixtures thereof.

Claim 18 (withdrawn). The composition of claim 17 wherein the ester is selected from the group consisting of diethyl sebacate, dioctyl sebacate, diisostearyl adipate, and mixtures thereof.

Claim 19 (withdrawn). The composition of claim 7 wherein the ester is selected from the group consisting of laureth-2 benzoate; C<sub>8</sub> to C<sub>22</sub> fatty alkyl (optionally polypropylenoxy) polyethyleneoxy carboxylate esters derived from an alcohol having from about 1 carbon atom to about 22 carbon atoms; and mixtures thereof.

Claim 20 (withdrawn). The composition of claim 19 wherein the ester is isopropyl propylene glycol-2-isodeceth-7 carboxylate.

Claim 21 (withdrawn). The composition of claim 7 wherein the ester is selected from at least two of the following esters:

- a) branched C<sub>5</sub> to C<sub>22</sub> alkyl alcohol esters of an aromatic acid;
- b) branched or straight-chained C<sub>5</sub> to C<sub>22</sub> alkyl acid esters of branched or unsaturated C<sub>5</sub> to C<sub>22</sub> alkyl alcohols; and
- c) straight-chained or branched C<sub>5</sub> to C<sub>22</sub> alkyl acid esters of optionally ethyoxylated/propoxylated polyols.

Claim 22 (previously presented). The composition of claim 1 further comprising at least one of the following:

- a) polymeric emulsifier and/or a thickener;
- b) a benefit agent; or
- c) a nonionic emulsifier.

Claim 23 (previously presented). The composition of claim 22 wherein the polymeric emulsifier is polyethylene glycol-30 dipolyhydroxystearate; dimethicone copolyol; substituted acrylates; and mixtures thereof.

Claim 24 (previously presented). The composition of claim 22 wherein the thickener is selected from the group consisting of carbomers, acrylate copolymers, hydroxyethylcellulose modified with cetyl ether groups, polyvinylmethyl ether/maleic anhydride (PVM/MA) decadiene crosspolymer, and mixtures thereof.

Claim 25 (previously presented). The composition of claim 22 wherein the thickener is selected from the group consisting of acrylates/aminoacrylates copolymer, acrylates/steareth-20 methacrylate copolymer; acrylates/ceteth-20 itaconate copolymer, acrylates/steareth-20 itaconate copolymer, carbomers, modified hydroxycellulose, polyvinylacetate/maleic anhydride (PVA/MA) decadiene crosspolymer, and mixtures thereof.

Claim 26 (previously presented). The composition of claim 22 further comprised of a cleansing enhancer that is a nonfoaming surfactant and/or a non-ionic emulsifier.

Claim 27 (previously presented). The composition of claim 26 wherein the nonfoaming surfactant is selected from the group consisting of sucrose cocoate, sucrose stearate and mixtures thereof.

Claim 28 (previously presented). The composition of claim 26 wherein the non-ionic emulsifier is selected from the group consisting of isoceteth 20, oleteth-2, mixture of PEG-40 hydrogenated castor oil and trideceth-9 , Poloxamer 184, laureth-4, sorbitan trioleate, polyoxyethylene-(2) oleyl ether, sorbitan stearate, cetearyl glucoside, glyceryl oleate, and mixtures thereof.

Claim 29 (previously presented). The composition of claim 22 wherein the benefit agent is selected from the group consisting of vasoconstrictors, collagen enhancers, anti-edema agents, depigmentation agents; reflectants; detangling/wet combing agents; film forming polymers; humectants; amino acid agents; antimicrobial agents; allergy inhibitors; anti-acne agents; anti-aging agents; anti-wrinkling agents, antiseptics; analgesics; antitussives; antipruritics; local anesthetics; anti-hair loss agents; hair growth promoting agents; hair growth inhibitor agents; antihistamines; antiinfectives; inflammation

inhibitors; anti-emetics; anticholinergics; vasoconstrictors; vasodilators; wound healing promoters; peptides, polypeptides and proteins; deodorants and anti-perspirants; medicament agents; skin emollients and skin moisturizers; skin firming agents, hair conditioners; hair softeners; hair moisturizers; vitamins; tanning agents; skin lightening agents; antifungals; depilating agents; shaving preparations; external analgesics; perfumes; counterirritants; hemorrhoidals; insecticides; poison ivy products; poison oak products; burn products; anti-diaper rash agents; prickly heat agents; make-up preparations; vitamins; amino acids and their derivatives; herbal extracts; retinoids; flavonoids; sensates; anti-oxidants; skin conditioners; hair lighteners; chelating agents; cell turnover enhancers; coloring agents; pigments; sunscreens and mixtures thereof.

Claim 30 (previously presented). The system of claim 22 wherein the benefit agent is selected from the group consisting of feverfew, centella asiatica, olive leaf, wheat protein, oat oil, lycopene, DMAE, soy and derivatives thereof, colloidal oatmeal, sulfonated shale oil, elubiol, 6-(1-piperidinyl)-2,4-pyrimidinediamine-3-oxide, finasteride, ketoconazole, salicylic acid, zinc pyrithione, coal tar, benzoyl peroxide, selenium sulfide, hydrocortisone, sulfur, menthol, pramoxine hydrochloride, tricetylammonium chloride, polyquaternium 10, panthenol, panthenol triacetate, vitamin A and derivatives thereof, vitamin B and derivatives thereof, vitamin C and derivatives thereof, vitamin D and derivatives thereof, vitamin E and derivatives thereof, vitamin K and derivatives thereof, keratin, lysine, arginine, hydrolyzed wheat proteins, hydrolyzed silk proteins, octyl methoxycinnamate, oxybenzone, minoxidil, titanium dioxide, zinc dioxide, retinol, erythromycin, tretinoin, and mixtures thereof.

Claim 31 (withdrawn). A method for making an oil-in water emulsion comprised of:

a) neutralizing a hydrophilic thickening agent in a hydrophilic phase comprised of a polymeric emulsifier with an effective amount of a neutralizer under conditions sufficient after a lipophilic phase was combined with the hydrophilic phase.

Claim 32 (withdrawn). The method of claim 31 wherein the hydrophilic thickening agent is selected from the group consisting of carbomers, acrylate copolymers, modified hydroxycellulose, polyvinylacetate/maleic anhydride (PVA/MA) decadiene crosspolymer, and mixtures thereof.

Claim 33 (withdrawn). The method of claim 31 wherein the acrylate copolymers are selected from the group consisting of acrylates/aminoacrylates copolymer, acrylates/steareth-20 itaconate copolymer, acrylates/cetheth-20 itaconate copolymer, acrylates/steareth-20 methacrylate copolymer, and mixtures thereof.

Claim 34 (withdrawn). The method of claim 31 wherein the hydrophilic phase is comprised of one or more of the following components: water, thickener, cleansing enhancer, nonfoaming surfactant, or water dispersible component.

Claim 35 (withdrawn). The method of claim 31 wherein the lipophilic phase is comprised of one or more of the following components: silicone, ester, or polymeric emulsifier.

Claim 36 (withdrawn). A method for making a water-in-oil emulsion comprised of:

a) neutralizing a hydrophilic thickening agent in a hydrophilic phase comprised of a polymeric emulsifier with an effective amount of a neutralizer under conditions sufficient before combining a lipophilic phase with the hydrophilic phase.

Claim 37 (withdrawn). The method of claim 36 wherein the hydrophilic thickening agent is selected from the group consisting of carbomers, acrylate copolymers, modified hydroxycellulose, polyvinyl methyl ether/maleic anhydride (PVM/MA) decadiene crosspolymer, and mixtures thereof.

Claim 38 (withdrawn). The method of claim 36 wherein the acrylate copolymers are selected from the group consisting of acrylates/aminoacrylates copolymer, acrylates/steareth-20 itaconate copolymer, acrylates/ceteth-20 itaconate copolymer, acrylates/steareth-20 methacrylate copolymer, and mixtures thereof.

Claim 39 (withdrawn). The method of claim 36 wherein the hydrophilic phase is comprised of one or more of the following: water, thickener, cleansing enhancer, nonfoaming surfactant, and water dispersible component.

Claim 40 (withdrawn). The method of claim 36 wherein the lipophilic phase is comprised of one or more of the following: silicone, ester, and polymeric emulsifier.

Claim 41 (withdrawn). A method for depositing a benefit agent into and/or onto the skin, hair and/or nails comprising applying a composition comprising:

- a. an optional liquid silicone;
- b. a water dispersible component;
- c. an ester;
- d. a polymeric emulsifier and/or a thickener; and
- e. an effective amount of a benefit agent

to a desired location on a human or animal.

Claim 42 (withdrawn). The method of claim 41 wherein the composition is further comprised of a foaming surfactant, a cleansing enhancer, or a mixture thereof.

Claim 43 (withdrawn). The method of claim 41 wherein the benefit agent is selected from the group consisting of colloidal oatmeal, olive leaf, soy and derivatives thereof, sulfonated shale oil, elubiol, 6-(1-piperidinyl)-2,4-pyrimidinediamine-3-oxide, finasteride, ketoconazole, salicylic acid, zinc pyrithione, coal tar, benzoyl peroxide, selenium sulfide, hydrocortisone, sulfur, menthol, pramoxine hydrochloride, tricetyl ammonium chloride, polyquaternium 10, panthenol, panthenol triacetate, vitamin A and derivatives thereof, vitamin B and derivatives thereof, vitamin C and derivatives thereof, vitamin D and derivatives thereof, vitamin E and derivatives thereof, vitamin K and derivatives thereof, keratin, lysine, arginine, hydrolyzed wheat proteins, hydrolyzed silk proteins, octyl methoxycinnamate, oxybenzone, minoxidil, titanium dioxide, zinc dioxide, retinol, erythromycin, tretinoin, DMAE, and mixtures thereof.

Claim 44 (withdrawn). A method for depositing a benefit agent into and/or onto the skin, hair and/or nails comprising applying a composition comprising:

- a. an optional liquid silicone;
- b. a water dispersible component
- c. an ester;
- d. water;
- e. a foaming surfactant; and
- f. an effective amount of a benefit agent

to a desired location on a human or animal.

Claim 45 (withdrawn). A foaming composition comprised of

- a) water;
- b) a water dispersible component selected from the group consisting of hexylene glycol, PEG-6 caprylic/capric triglycerides, and mixtures thereof;
- c) an ester selected from the group consisting of isononyl isononanoate, isostearyl palmitate, cetyl octanoate, pentaerthritol tetraoctanoate, and mixtures thereof; and
- d) a foaming surfactant selected from the group consisting of cocamide MEA, lauryl glucoside, PEG-50 tallow amide, cocamidopropylamine oxide, and mixtures thereof.

Claim 46 (withdrawn). The foaming composition of claim 1 wherein the foaming surfactant is non-ionic, cationic, amphoteric, or anionic.

Claim 47 canceled).

Claim 48 (canceled).

Claim 49 (previously presented). A foaming composition comprising, based upon the total weight of the foaming composition,

- a) from about 0.1 percent to about 30 percent of a water dispersible component;
- b) from about 0.1 percent to about 30 percent of an ester;
- c) from about 1 percent to about 98 percent of water; and
- d) from about 2 percent to about 30 percent of a foaming surfactant.